

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

PUBLIC EMPLOYEES' RETIREMENT
ASSOCIATION OF COLORADO, TENNESSEE
CONSOLIDATED RETIREMENT SYSTEM,
SJUNDE AP-FONDEN, FJÄRDE AP-FONDEN,
and PENSIONS KASSERNE
ADMINISTRATION A/S, Individually and On
Behalf of All Others Similarly Situated,

Plaintiffs,

v.

CITIGROUP INC., CHARLES O. PRINCE,
SALLIE L. KRAWCHECK, GARY L.
CRITTENDEN, TODD S. THOMSON, ROBERT
DRUSKIN, THOMAS G. MAHERAS, MICHAEL
STUART KLEIN, DAVID C. BUSHNELL, JOHN
C. GERSPACH, STEPHEN R. VOLK, GEORGE
DAVID and KPMG LLP,

Defendants.

TILLIE SALTZMAN, Individually and On Behalf
of All Others Similarly Situated,

Plaintiff,

vs.

CITIGROUP INC., CHARLES O. PRINCE,
ROBERT E. RUBIN, STEPHEN R. VOLK,
SALLIE L. KRAWCHECK, GARY L.
CRITTENDEN and ROBERT DRUSKIN,

Defendants.

LENNARD HAMMERSCHLAG, Individually, and
On Behalf of All Others Similarly Situated,

Plaintiff

v.

CITIGROUP INC., CHARLES PRINCE, SALLIE
KRAWCHECK, and GARY CRITTENDEN,

Defendants.

No.

Electronically Filed

No. 1:07-cv-9901(SHS)

ECF CASE

Electronically Filed

No. 1:07-cv-10258(SHS)

ECF CASE

DECLARATION OF ANDREW J. ENTWISTLE

I, the undersigned, Andrew J. Entwistle, do hereby declare under the penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct:

1. I am an attorney licensed to practice law in the United States Supreme Court and the State and Federal courts serving the States of Colorado, Illinois, New Jersey, New York, and Texas, and the District of Columbia. I am the managing partner of the law firm of Entwistle & Cappucci LLP (“Entwistle & Cappucci”), counsel for the Public Employees’ Retirement Association of Colorado (“Colorado PERA”), Tennessee Consolidated Retirement System (“TCRS”), Sjunde AP-Fonden (“AP7”), Fjärde AP-Fonden (“AP4”), and Pensionskassernes Administration A/S (“PKA”) (collectively, the “Global Pension Funds”). Entwistle & Cappucci’s principal office is located at 280 Park Avenue, 26th Floor, New York, New York 10017.

2. I submit this Declaration in support of The Global Pension Funds’ Motion for Consolidation, Appointment as Lead Plaintiffs, and Approval of Co-Lead Counsel.

3. Attached hereto as Exhibit A is a true and correct copy of the Certification of Gregory W. Smith, General Counsel, on behalf of Colorado PERA.

4. Attached hereto as Exhibit B is a true and correct copy of the Certification of Eddie W. Hennessee, Assistant Treasurer for Investments and Benefits on behalf of TCRS.

5. Attached hereto as Exhibit C is a true and correct copy of the Certification of Peter Norman, Executive Director, on behalf of AP7.

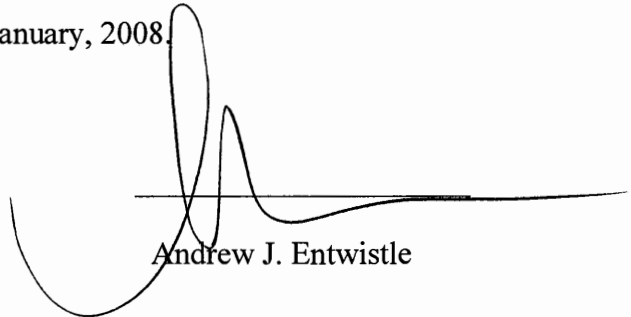
6. Attached hereto as Exhibit D is a true and correct copy of the Certification of Mats Anderson, Chief Executive Officer and Agneta Wilhelmson Karemar, Administrative Director, on behalf of AP4.

7. Attached hereto as Exhibit E is a true and correct copy of the Certification of Peter Damgaard Jensen, Chief Executive Officer and Michael Nellemann Pedersen, Director, on behalf of PKA.

8. Attached hereto as Exhibit F is a true and correct copy of the Firm Resume of Entwistle & Cappucci LLP.

9. Attached hereto as Exhibit G is a true and correct copy of the Firm Resume of Schiffrin Barroway Topaz & Kessler, LLP.

EXECUTED on the 7th day of January, 2008.



Andrew J. Entwistle